

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Eastern District of Virginia

(State)

Case number (if known):

Chapter

11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's Name **Intelsat S.A.**

2. All other names debtor used in the last 8 years **Intelsat Global Holdings S.A.**

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) **98-1009418**

4. Debtor's address **Principal place of business** **Mailing address, if different from principal place of business**

4 rue Albert Borschette

Number

Street

7900 Tysons One Place

Number

Street

P.O. Box

L-1246 Luxembourg

City

State

Zip Code

McLean,

City

Virginia

State

22102

Zip Code

Location of principal assets, if different from principal place of business

County

Number

Street

City

State

Zip Code

5. Debtor's website (URL) **www.intelsat.com**

6. Type of debtor
☐ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☒ Other. Specify: **S.A.**

Debtor Intelsat S.A.
Name

Case number (if known)

7. Describe debtor's business**A. Check One:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes> .
5174 - Satellite Telecommunications

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check One:**

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1). Its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000 **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☒ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor Intelsat S.A.
Name

Case number (if known) _____

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?☒ No
☐ Yes.

District _____

When _____

Case number _____

District _____

When _____

Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☐ No
☒ Yes.

Debtor

See Rider 1

Relationship

Affiliate

District

Eastern District of Virginia

When

05/13/2020

MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in this district?*Check all that apply:*

- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No.☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other

Where is the property?

Number Street

City

State

Zip Code

Is the property insured?☐ No☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors¹☐ 1-49☐ 1,000-5,000☐ 25,001-50,000☐ 50-99☒ 5,001-10,000☐ 50,001-100,000☐ 100-199☐ 10,001-25,000☐ More than 100,000☐ 200-999

¹ The estimated number of creditors and estimated amounts of assets, and liabilities, are being listed on a consolidated basis for all Debtor affiliates listed on Rider 1, attached hereto.

Debtor Intelsat S.A.
Name

Case number (if known)

- 15. Estimated assets**
- | | | |
|--|--|---|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input checked="" type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |
- 16. Estimated liabilities**
- | | | |
|--|--|---|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input checked="" type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/13/2020
MM/ DD / YYYY

X/s/ David TolleyDavid Tolley

Signature of authorized representative of debtor

Printed name

**Executive Vice President,
Chief Financial Officer, and Co-Chief
Restructuring Officer**

Title

18. Signature of attorney**X**/s/ Michael A. Condyles

Date

05/13/2020

Signature of attorney for debtor

MM/ DD/YYYY

Michael A. Condyles

Printed name

Kutak Rock LLP

Firm name

901 East Byrd Street, Suite 1000

Number

Street

Richmond

City

VA

State

23219-4071

ZIP Code

(804) 343-5227

Contact phone

michael.condyles@kutakrock.com

Email address

27807

Bar number

VA

State

In re:

INTELSAT S.A.,

Debtor.

Chapter 11

Case No. 20- ()

1.If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is **CIK #0001525773**

2. The following financial data is the latest available information and refers to the debtor's condition on **April 1, 2020**

(a) Total assets	\$ 11,651,558,000
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(b) Total debts (including debts listed in 2.c., below)	\$ 16,805,844,000
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(c) Debt securities held by more than 500 holders	See Comments
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secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	_____	_____
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	_____	_____
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	_____	_____
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	_____	_____
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	_____	_____

(d) Number of shares of preferred stock	0 ¹
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(e) Number of shares of common stock	142,085,774 ¹
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Comments, if any: Intelsat S.A. does not and cannot know the precise number of beneficial holders of any of the debt securities it has issued and does not believe that any such securities are held by more than 500 holders.

3. Brief description of debtor's business: Intelsat S.A. is a publicly held operator of one of the world's largest satellite services businesses, which provides a diverse array of communications services to a wide variety of clients, including media companies, telecommunication operators, internet service providers, and data networking service Providers.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
Serafina S.A. (34.1%); Cyrus Capital Partners L.P. and related entities (7.6%); Appaloosa LP and related entities (7.4%); Discovery Capital Management LLC (6.1%)

¹ 1 billion shares of common stock or preferred stock are authorized under the Consolidated Articles of Incorporation of Intelsat S.A., as amended on September 9, 2019 <https://www.sec.gov/Archives/edgar/data/1525773/000152577320000007/exhibit31consolidateda.htm>.

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Eastern District of Virginia

(State)

Case number (if known): _____

Chapter **11**

☐ Check if this is an amended filing

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the entities listed below (collectively, the "Debtors") filed a petition in the United States Bankruptcy Court for the Eastern District of Virginia for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of Intelsat S.A.

1. Intelsat Virginia Holdings LLC
2. Intelsat US LLC
3. Intelsat S.A.
4. Intelsat (Luxembourg) S.A.
5. Intelsat Align S.à r.l
6. Intelsat Alliance LP
7. Intelsat Asia Carrier Services, LLC
8. Intelsat Connect Finance S.A.
9. Intelsat Envision Holdings LLC
10. Intelsat Finance Bermuda Ltd.
11. Intelsat Genesis GP LLC
12. Intelsat Genesis Inc.
13. Intelsat Global Sales & Marketing Ltd.
14. Intelsat Holdings LLC
15. Intelsat Holdings S.A.
16. Intelsat International Employment LLC
17. Intelsat International Systems, LLC
18. Intelsat Investment Holdings S.à.r.l
19. Intelsat Investments S.A.
20. Intelsat Jackson Holdings S.A.
21. Intelsat License Holdings LLC
22. Intelsat License LLC
23. Intelsat Satellite LLC
24. Intelsat Service and Equipment LLC
25. Intelsat Subsidiary (Gibraltar) Limited
26. Intelsat UK Financial Services Ltd
27. Intelsat US Finance LLC
28. Intelsat Ventures S.à r.l
29. PanAmSat Europe Corporation
30. PanAmSat India LLC
31. PanAmSat India Marketing L.L.C.
32. PanAmSat International Holdings, LLC
33. PanAmSat International Sales, LLC
34. Southern Satellite Licensee LLC
35. Southern Satellite LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:)	
)	Chapter 11
INTELSAT S.A.,)	
)	Case No. 20-_____(____)
Debtor.)	
)	

CORPORATE OWNERSHIP STATEMENT

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a government unit, that directly or indirectly own 10% or more of any class of the debtor's equity interest:

Shareholder	Approximate Percentage of Shares Held
Serafina S.A.	34.1%

Fill in this information to identify the case:

Debtor name: Intelsat S.A., et al.

United States Bankruptcy Court for the: Eastern District of Virginia

Case number (if known):

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 40 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 40 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 40 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim if the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	U.S. BANK NATIONAL ASSOCIATION 60 LIVINGSTON AVE ST PAUL, MN 55107 UNITED STATES	ATTN: RICK PROKOSCH TITLE: VICE PRESIDENT PHONE: 651-466-6619 EMAIL: RICK.PROKOSCH@USBANK.COM	8.5% SENIOR NOTES DUE 2024 (Includes unpaid interest)				\$3,075,383,000
2	U.S. BANK NATIONAL ASSOCIATION 60 LIVINGSTON AVE ST PAUL, MN 55107 UNITED STATES	ATTN: RICK PROKOSCH TITLE: VICE PRESIDENT PHONE: 651-466-6619 EMAIL: RICK.PROKOSCH@USBANK.COM	5.5% SENIOR NOTES DUE 2023				\$1,985,000,000
3	U.S. BANK NATIONAL ASSOCIATION 60 LIVINGSTON AVE ST PAUL, MN 55107 UNITED STATES	ATTN: RICK PROKOSCH TITLE: VICE PRESIDENT PHONE: 651-466-6619 EMAIL: RICK.PROKOSCH@USBANK.COM	9.75% SENIOR NOTES DUE 2025				\$1,885,000,000
4	U.S. BANK NATIONAL ASSOCIATION 60 LIVINGSTON AVE ST PAUL, MN 55107 UNITED STATES	ATTN: RICK PROKOSCH TITLE: VICE PRESIDENT PHONE: 651-466-6619 EMAIL: RICK.PROKOSCH@USBANK.COM	9.5% SENIOR NOTES DUE 2023				\$1,250,000,000
5	WELLS FARGO BANK, NATIONAL ASSOCIATION 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104 UNITED STATES	ATTN: MUNEEA CARR TITLE: CONTROLLER PHONE: 703-734-0021 EMAIL: MUNEEA.CARR@YAHOO.COM	8.125% SENIOR NOTES DUE 2023 (Excludes amounts held by Debtors)				\$8,883,370,008
6	U.S. BANK NATIONAL ASSOCIATION 60 LIVINGSTON AVE ST PAUL, MN 55107 UNITED STATES	ATTN: RICK PROKOSCH TITLE: VICE PRESIDENT PHONE: 651-466-6619 EMAIL: RICK.PROKOSCH@USBANK.COM	7.75% SENIOR NOTES DUE 2021				\$421,219,000
7	U.S. BANK NATIONAL ASSOCIATION 60 LIVINGSTON AVE ST PAUL, MN 55107 UNITED STATES	ATTN: RICK PROKOSCH TITLE: VICE PRESIDENT PHONE: 651-466-6619 EMAIL: RICK.PROKOSCH@USBANK.COM	4.5% SENIOR CONVERTIBLE NOTES DUE 2024				\$402,500,000
8	MINISTRY OF PTT (ALGERIA) 4 BOULEVARD KRIM BELKACEM ALGIERS, 16027 ALGERIA	ATTN: BRAHIM BOUMZAR TITLE: MINISTER PHONE: 213(0)21-711-220 EMAIL: CONTACT@MPTTN.GOV.DZ FAX: 213(0)21-730-087	LEGACY SHAREHOLDER				\$9,631,781
9	IRAQI TELECOMMUNICATIONS & POST COMPANY THE MINISTRY'S HEADQUARTERS, 8933+8G AL-NISOUR SQUARE ADJACENT TO THE BAGHDAD TOWER BAGHDAD IRAQ	ATTN: ANMAR HADI PHONE: 964-770-768-7654 EMAIL: ANMAR.HADI@SCIS.GOV.IQ FAX: 8933+8G	LEGACY SHAREHOLDER				\$6,580,163
10	THE BOEING COMPANY 100 NORTH RIVERSIDE CHICAGO, IL 60606 UNITED STATES	ATTN: MICHAEL ARTHUR TITLE: SENIOR VICE PRESIDENT PHONE: 312-544-2000 EMAIL: MICHAEL.ARTHUR@BOEING.COM	SATELLITE PERFORMANCE INCENTIVES				\$6,283,365
11	JSAT INTERNATIONAL, INC. C/O SKY PERFECT JSAT CORPORATION 1401 H STREET NW, SUITE 220 WASHINGTON, DC 20005 UNITED STATES	ATTN: EICHI YONEKURA TITLE: PRESIDENT PHONE: 202-379-4400 EMAIL: YONEKURA-EICHI@SPTVJSAT.COM FAX: 202-379-4410	REVENUE SHARING	CONTINGENT, UNLIQUIDATED			\$3,950,000
12	HISPASAT S.A. PASEO DE LA CASTELLANA, 39 MADRID, 28046 SPAIN	ATTN: JUAN JESUS GARCIA TITLE: CHIEF FINANCIAL OFFICER PHONE: 34-91-710-25-40 EMAIL: JJGARCIA@HISPASAT.ES	LEASEBACK PAYABLE				\$1,882,860
13	MINISTRY OF MARITIME AFFAIRS, TRANSPORTATION & COM PRISAVLJE 14 ZAGREB, 10000 CROATIA	ATTN: OLEG BUTKOVIC TITLE: MINISTER PHONE: 385-1-6169-115 EMAIL: MINISTAR@MMPI.HR	LEGACY SHAREHOLDER				\$1,799,156
14	FOX ENTERTAINMENT GROUP, INC. 500 SOUTH BUENA VISTA STREET BURBANK, CA 91521 UNITED STATES	ATTN: BOB CHAPEK TITLE: CHIEF FINANCIAL OFFICER PHONE: 818-560-1000 EMAIL: ROBERT.CHAPEK@DISNEY.COM	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$1,685,907
15	AZERCOSMOS OISCO 72 UZEYIR HAJIBEYLI STREET BAKU, AZ1000 AZERBAIJAN	ATTN: RASHAD NABIYEV TITLE: CHIEF EXECUTIVE OFFICER PHONE: 994-12-565-0055 EMAIL: RASHAD.NABIYEV@GMAIL.COM FAX: 994-12-565-0066	TRADE PAYABLE				\$1,582,456
16	MINISTRY OF TRANSPORT & COMM. (KGZ) 42 ISANOV ST BISHKEK, KYRGYZ REPUBLIC 720017 KYRGYZSTAN	ATTN: BEISHENOV ZHANAT SAMATOVICH TITLE: MINISTER PHONE: 00996-312-314289 EMAIL: MTK@MTK.GOV.KG FAX: 00996-312-312811	LEGACY SHAREHOLDER				\$1,562,513
17	TRYCO INTERNATIONAL, INC. - GUINEA BISSEAU 6736 OLD MCLEAN VILLAGE DR. MCLEAN, VA 22101 UNITED STATES	ATTN: FRANZ KARL ZENZ TITLE: CHIEF EXECUTIVE OFFICER PHONE: 703-734-0467 EMAIL: TRYCO@TRYCO.ORG FAX: 703-847-0741	LEGACY SHAREHOLDER				\$1,562,513
18	TIM S.A. AVENIDA JOÃO CABRAL DE MELLO NETO 850, BLOCO 18, 4º ANDAR BARRA DA TIJUCA, RIO DE JANEIRO CEP 22775-057 BRAZIL	ATTN: PIETRO LABRIOLA TITLE: CHIEF EXECUTIVE OFFICER PHONE: 55-21-410-940 EMAIL: PIETRO.LABRIOLA@ICLOUD.COM	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$1,336,156
19	NEW SKIES SATELLITES CHÂTEAU DE BETZDORF BETZDORF, GREVENMACHER 6815 LUXEMBOURG	ATTN: JOHN PURVIS TITLE: CHIEF LEGAL OFFICER PHONE: 352-710-725-1 EMAIL: JOHN.PURVIS@SES.COM	REVENUE SHARING	CONTINGENT, UNLIQUIDATED			\$1,199,082

Debtor: Intelsat S.A., et al.

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim if the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
20	TYSONS CORNER OFFICE I LLC 2800 POST OAK BLVD HOUSTON, TX 77056-6188 UNITED STATES	ATTN: ROSEMARIE SUBASIC TITLE: VICE PRESIDENT PHONE: 713-621-8000 EMAIL: ROSEMARIE_SUBASIC@HINES.COM FAX: 571-730-4725	LEASE PAYABLE				\$1,068,452
21	TELESPAZIO VIA TIBURTINA ROME, LAZIO 965 00156 ITALY	ATTN: CHRISTOPHE ROSENTHAL TITLE: CHIEF FINANCIAL OFFICER PHONE: 39-06-40791 EMAIL: CHRISTOPHE.ROSENTHAL@TELESPAZIO.COM	TRADE PAYABLE				\$943,169
22	PT INDOSAT INDOSAT BUILDING JALAN MEDAN MERDEKA BARAT NO. 21 CENTRAL JAKARTA, JAKARTA 10110 INDONESIA	ATTN: EYAS NAIF ASSAF TITLE: CHIEF FINANCIAL OFFICER PHONE: 62-21-3444 2606 EMAIL: AALNEAMA@OORED00.QA FAX: 62-21-30003757	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$812,094
23	CELCOM (MALAYSIA) SDN. BHD. (167469-A) NO. 6, PERSIARAN BARAT SEKSYEN 52 PETALING JAYA, 46200 MALAYSIA	ATTN: JENNIFER WONG TITLE: CHIEF FINANCIAL OFFICER PHONE: 603-7200-2222 EMAIL: WONG.JENN@GMAIL.COM	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$764,570
24	ETISALAT ETISALAT HEAD OFFICE BUILDING ZAYED THE FIRST STREET ABU DHABI CITY, ABU DHABI UAE	ATTN: HATEM DOWIDAR TITLE: CHIEF EXECUTIVE OFFICER PHONE: 971-2-6283333 EMAIL: HDOWIDAR@ETISALAT.AE FAX: 971-2-6317000	TRADE PAYABLE	UNLIQUIDATED			\$750,000
25	KT&T 13606 90, BULJEONG-RO, BUNDANG-GU JEONGJU-DONG SEONGNAM-SI, GYEONGGI-DO 13606 SOUTH KOREA	ATTN: JI HONG KIM TITLE: LEGAL COUNSEL PHONE: 031-727-0114 EMAIL: JI.KIM@KT.COM	TRADE PAYABLE				\$719,769
26	EMETEL SOCIEDAD ANONIMA ICARIA III, C/ VULCANO 1 OLEIROS, A CORUÑA 15172 SPAIN	ATTN: MANUEL LAGO VECINO TITLE: DIRECTOR GENERAL PHONE: 34-981-21-68-79 EMAIL: MLAGO@EMETEL.NET FAX: 902-36-40-01	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$545,970
27	ST ENGINEERING IDIRECT 13861 SUNRISE VALLEY DRIVE, SUITE 300 HERNDON, VA 20171 UNITED STATES	ATTN: KEVIN STEEN TITLE: CHIEF EXECUTIVE OFFICER PHONE: 703-648-8000 EMAIL: KSTEEN@IDIRECT.NET FAX: 866-345-0983	TRADE PAYABLE				\$523,359
28	TELENOR SATELLITE BROADCASTING AS SNARØYVEIEN 30, M3A FORNEBU, ØSTLANDET 1360 NORWAY	ATTN: MARTIN FOSS TITLE: CHIEF FINANCIAL OFFICER PHONE: 47-670-73-470 EMAIL: MARTIN.FOSS@TELENOR.COM	TRADE PAYABLE				\$500,854
29	KDDI CORPORATION GARDEN AIR TOWER 3-10-10, HIBASHI CHIYODA-KU, TOKYO 102-8460 JAPAN	ATTN: YASUYUKI KOIDE TITLE: CHIEF OPERATING OFFICER PHONE: 212-295-1200 EMAIL: Y.KOIDE@KDDIA.COM	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$487,115
30	MERCURY SERVICOS DE TELECOMUNICACOES, SARL GRUPO STREET RAINHA GINGA N 29-31, 13TH FLOOR MAILBOX: 1316 LUANDA ANGOLA	ATTN: ADALBERTO FERNANDO NHINGUICA TITLE: CHIEF EXECUTIVE OFFICER PHONE: 244-226-621-000 EMAIL: ADALBERTO.NHINGUICA@MSTELCOM.CO.AO	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$407,421
31	DISNEY CHANNEL, THE 500 SOUTH BUENA VISTA STREET BURBANK, CA 91521 UNITED STATES	ATTN: BRENT WOODFORD TITLE: CONTROLLERSHIP PHONE: 818-790-0887 EMAIL: BRENT.WOODFORD@DISNEY.COM	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$388,465
32	TELEFONICA DE ARGENTINA S.A. SUIPACHA 150 7MO PISO BUENOS AIRES, CP 1008 ARGENTINA	ATTN: JOSÉ MARÍA ÁLVAREZ-PALLETE TITLE: CHIEF EXECUTIVE OFFICER PHONE: 54-11-4332-9200 EMAIL: JMALVPAL@TISA.TELEFONICA.COM	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$379,887
33	OPTUS SATELLITE PTY LTD 1 LYON PARK RD MACQUARIE PARK NEW SOUTH WALES 2113 AUSTRALIA	ATTN: KELLY BAYER ROSMARIN TITLE: CHIEF EXECUTIVE OFFICER PHONE: 0061-280827800 EMAIL: KELLY_BAYER@YAHOO.COM	TRADE PAYABLE				\$353,666
34	RADIO TELEVISION GUATEMALA, S.A. - CANAL 3 GUATEMALA SA - 30 AVENIDA 3-40, ZONA 11 GUATEMALA CITY GUATEMALA	ATTN: EDGAR SANDOVAL TITLE: DIRECTOR OF ENGINEERING PHONE: 011-502-2410-3112 EMAIL: ESANDOVAL@CANAL3.COM.GT FAX: 011-502-2410-3110	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$352,800
35	LOCKHEED MARTIN AUSTRALIA PTY LTD 8 BRISBANE AVENUE BARTON, ACT 2600 AUSTRALIA	ATTN: JOE NORTH TITLE: CHIEF EXECUTIVE OFFICER PHONE: 301-897-6837 EMAIL: JNORTH@LOCKHEEDMARTIN.COM	TRADE PAYABLE				\$351,603
36	COLOMBIA TELECOMUNICACIONES S.A. E.S.P. TRANSV 60, AVENIDA SUBA BOGOTÁ, 114A-55 11001 COLOMBIA	ATTN: FABIÁN HERNÁNDEZ TITLE: CHIEF EXECUTIVE OFFICER PHONE: 57-1-705-0007 EMAIL: FABIAN.HERNANDEZ@TELEFONICA.COM	CUSTOMER DEPOSIT	CONTINGENT, UNLIQUIDATED			\$298,118
37	PENSION BENEFIT GUARANTY CORPORATION 1200 K STREET, N.W., SUITE 340 WASHINGTON, DC 20005-4026 UNITED STATES	ATTN: PATRICIA KELLY TITLE: CHIEF FINANCIAL OFFICER PHONE: 703-448-0461 EMAIL: KELLY.PATRICIA@PBG.COV	PENSION LIABILITY	CONTINGENT, UNLIQUIDATED			UNDETERMINED
38	INTERNATIONAL TELECOMMUNICATIONS SATELLITE ORGANIZATION ("ITSO") 4400 JENIFER STREET, NW, SUITE #332 WASHINGTON, D.C. 20015 UNITED STATES	ATTN: PATRICK MASAMBU TITLE: DIRECTOR PHONE: 202-243-5096 EMAIL: PMASAMBU@ITSO.INT	LITIGATION	CONTINGENT, UNLIQUIDATED, DISPUTED			UNDETERMINED
39	PATRICIA EWING ADDRESS ON FILE	CONTACT INFORMATION ON FILE	RETIREE RESTORATION PLAN	CONTINGENT, UNLIQUIDATED			UNDETERMINED
40	JOSEPH A. JANKOWSKI ADDRESS ON FILE	CONTACT INFORMATION ON FILE	RETIREE RESTORATION PLAN	CONTINGENT, UNLIQUIDATED			UNDETERMINED

Note: Unsecured amounts contain projected estimates of pre-petition liability as of the Petition Date and are subject to change as accrued liabilities become invoiced.

Fill in this information to identify the case and this filing:	
Debtor Name	Intelsat S.A.
United States Bankruptcy Court for the:	Eastern District of Virginia (State)
Case number (If known):	

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)*
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*
- ☐ *Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*
- ☐ *Schedule H: Codebtors (Official Form 206H)*
- ☐ *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 40 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other document that requires a declaration **List of Equity Security Holders and Corporate Ownership Statement**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

05/13/2020
MM/ DD/YYYY

/s/ David Tolley

Signature of individual signing on behalf of debtor

David Tolley

Printed name

**Executive Vice President, Chief Financial Officer, and
Co-Chief Restructuring Officer**

Position or relationship to debtor

OFFICER'S CERTIFICATE

May 13, 2020

I, Michelle Bryan, hereby certify that I am the Secretary of the entity identified on Exhibit A hereto (the "Company"), and do hereby certify solely on behalf of the Company and not in my individual capacity, that attached hereto as Exhibit A is a true, correct, and complete copy of the resolutions duly adopted by the board of directors, board of managers or sole members, as applicable, of the Company. Such resolutions are the only resolutions relating thereto and have not been amended, rescinded, modified, or revoked since the date of adoption thereof, and are in full force and effect on the date hereof.

A handwritten signature in blue ink, appearing to read "Michelle Bryan", is written over a horizontal line.

By: Michelle Bryan
Title: Secretary

Exhibit A

Resolutions

INTELSAT S.A.
société anonyme
4, rue Albert Borschette
L-1246 Luxembourg
RCS Luxembourg B.162135
(the “Company”)

RESOLUTIONS

WHEREAS, the Board has considered certain materials presented by, or on behalf of, the Company’s management (“Management”) and financial and legal advisors (collectively, “Advisors”), including, but not limited to, materials regarding the liabilities, obligations and liquidity of the Company, the strategic alternatives available to the Company, and the impact of the foregoing on the Company’s business and the business of the Company’s affiliates.

WHEREAS, the Board has had adequate opportunity to consult with its Management and Advisors regarding the materials presented, to obtain additional information and to fully consider each of the strategic alternatives available to the Company.

WHEREAS, the Board has determined, in the judgement of the Board, that the following resolutions are advisable and in the best interests of the Company, its interest holders, its subsidiaries, its creditors and other parties in interest.

Voluntary Petition for Relief under Applicable Bankruptcy Law and Seeking Necessary Relief

NOW, THEREFORE, BE IT

CONFIRMED, that the members of the Board have considered their fiduciary duties under applicable law in exercising their powers and discharging their duties, to act honestly and in good faith with a view to the best interests of the Company as a whole and to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

RESOLVED, that in the judgment of the Board, it is desirable and in the best interest of the Company, its interest holders, its subsidiaries, its creditors, and other parties in interest, that the Company shall be, and hereby is, in all respects authorized to file, or cause to be filed, a voluntary petition for relief (the “Bankruptcy Petition”) under the provisions of chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 et seq. (as amended, the “Bankruptcy Code”) for the Company and any applicable foreign ancillary proceedings for the Company; and, in accordance with the requirements of the Company’s governing documents and applicable law, hereby consents to, authorizes and approves, the filing of the Bankruptcy Petitions and the foreign ancillary proceedings (if any).

RESOLVED, that any director or duly appointed officer of the Company, each acting individually and with full power of substitution (together with any persons to whom such persons delegate certain responsibilities, collectively, the “Authorized Persons”) be, and hereby is, authorized to execute and file on behalf of the Company and its subsidiaries all petitions, schedules, lists, and other motions, papers, or documents, and to take any and all action that such Authorized Person deems necessary or proper to obtain such relief, including, but not limited to, any action necessary or proper to maintain the ordinary course operations of the Company or any of its subsidiaries.

Retention of Professionals

RESOLVED, that each of the Authorized Persons, acting individually and with full power of substitution, be, and hereby is, authorized, empowered and directed to employ the following professionals on behalf of the Company: (i) the law firm of Kirkland & Ellis LLP (“K&E”), as general bankruptcy counsel, (ii) the firm of Alvarez & Marsal North America, LLC (“A&M”), as a restructuring advisor, (iii) the firm of PJT Partners LP (“PJT”), as financial advisor and investment banker, (iv) Deloitte LLP (“Deloitte”), as tax advisor, and (v) and any other legal counsel, accountants, financial advisors, restructuring advisors or other professionals such Authorized Person deems necessary, appropriate or advisable; each to represent and assist the Company in carrying out its duties and responsibilities and exercising its rights under the Bankruptcy Code and any applicable law (including, but not limited to, the law firms filing any pleadings or responses) and to take any and all actions to advance the rights and obligations of the Company, including filing any motions, objections, replies, applications, or pleadings; and in connection therewith, each of the Authorized Persons be, and hereby is authorized, empowered and directed, in accordance with the terms and conditions hereof, to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain such services.

Cash Collateral

RESOLVED, the Board has determined that the Company will obtain benefits from the use of the collateral, including cash collateral, as such term is defined in section 363(a) of the Bankruptcy Code (the “Cash Collateral”), which is security for certain of the Company’s prepetition secured lenders and noteholders (the “Prepetition Secured Parties”) under that certain credit agreement, dated as of January 12, 2011 (as amended, supplemented or otherwise modified from time to time), by and among, *inter alia*, Intelsat Jackson Holdings S.A., the guarantors from time to time party thereto, and Bank of America, N.A., as administrative agent; that certain indenture, dated as of March 29, 2016 (as amended, supplemented or otherwise modified from time to time), by and among, *inter alia*, Intelsat Jackson Holdings S.A., the Company, certain subsidiary guarantors from time to time party thereto, and Wilmington Trust, National Association, as trustee; and that certain indenture, dated as of June 30, 2016 (as amended, supplemented or otherwise modified from time to time), by and among, *inter alia*, Intelsat Jackson Holdings S.A., the Company, certain subsidiary guarantors from time to time party thereto, and Wilmington Trust, National Association, as trustee.

RESOLVED, that each of the Authorized Persons, each acting individually and with full power of substitution, be, and hereby is, authorized, directed and empowered in the name of, and on behalf of, the Company to seek approval of the use of cash collateral pursuant to a cash collateral order in interim and final form (a “Cash Collateral Order”), and to negotiate, execute (under the common seal, if appropriate), and deliver any and all agreements, instruments, or documents, by or on behalf of the Company, necessary or advisable to implement the Cash Collateral Order, including providing for adequate protection to the Prepetition Secured Parties in accordance with section 363 of the Bankruptcy Code, as well as any additional or further agreements for the use of cash collateral in connection with the Company’s chapter 11 cases, which agreement(s) may require the Company to grant adequate protection and security interests to the Prepetition Secured Parties and each other agreement, instrument, or document to be executed and delivered in connection therewith, by or on behalf of the Company pursuant thereto or in connection therewith, all with such changes therein and additions thereto as any Authorized Person in his/her absolute discretion approves, such approval to be conclusively evidenced by the taking of such action or by the execution and delivery thereof.

RESOLVED, that each of the Authorized Persons of the Company, each acting individually and with full power of substitution, be, and hereby is, authorized, directed, and empowered in the name of, and on behalf of, the Company to execute (under the common seal, if appropriate) and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions, and extensions of the Cash Collateral Order or to do such other things which shall in his/her absolute discretion be necessary, desirable, proper, or advisable to give effect to the foregoing resolutions, which determination shall be conclusively evidenced by his/her or their execution thereof.

Further Actions and Prior Actions

RESOLVED, that each of the Authorized Persons, each acting individually and with full power of substitution be, and hereby is, authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and to perform such further actions and execute such further documentation that such Authorized Person in their absolute discretion deems necessary, appropriate or desirable in accordance with these resolutions.

RESOLVED, that to the extent the Company is directly or indirectly the sole member, general partner, managing member, equivalent manager, or other governing body of certain of the Company’s subsidiaries (each, a “Controlled Company”), each Authorized Person is authorized, empowered and directed to take each of the actions described in these resolutions or any of the actions authorized by these resolutions on behalf of each such applicable Controlled Company.

RESOLVED, that any Authorized Person of a Company is hereby authorized, empowered and directed to execute, on behalf of the Company, a consent of the sole member of each Controlled Company whereby such Controlled Company resolves that,

notwithstanding any provision of the Limited Liability Company Agreement or the Partnership Agreement of such Controlled Company, and notwithstanding that the Delaware Limited Liability Company Act (the “LLC Act”) may provide to the contrary (including Section 18-304 of the Act) or the Delaware Revised Uniform Limited Partnership Act (the “DRULPA”) may provide to the contrary (including Section 17-402 of the Act), the occurrence of any event of the type identified in Section 18-304 of the LLC Act or Section 17-402 of the DRULPA with respect to a member or general partner, as applicable, of such Controlled Company shall not cause such member or general partner, as applicable, to cease to be a member of such Controlled Company and, upon the occurrence of such an event, such Controlled Company shall continue without dissolution.

RESOLVED, that, in addition to the specific authorizations heretofore conferred upon the Authorized Persons, the Authorized Persons, either individually or as otherwise required by the Company’s governing documents and applicable law, be, and each of them hereby is, authorized to take any and all such other and further actions, and to do all such other deeds and other things as the Company itself may lawfully do, in accordance with its governing documents and applicable law, including but not limited to, the negotiation, finalization, execution, acknowledgement, delivery, and filing of any and all agreements, certificates, instruments, powers of attorney, letters, forms, transfer, deeds and other documents on behalf of the Company, and the payment of all expenses, including but not limited to filing fees, in each case as such Authorized Person’s or Authorized Persons’ may, in his/her/its/their absolute and unfettered discretion approve, deem or determine necessary, appropriate, advisable or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein; such approval, deeming or determination to be conclusively evidenced by said individual taking such action or the execution thereof.

RESOLVED, that the Board has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waives any right to have received such notice.

RESOLVED, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved, confirmed and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement, or certificate had been specifically authorized in advance by resolution of the Board.